## Edgar Filing: COGNIZANT TECHNOLOGY SOLUTIONS CORP - Form 4

### COGNIZANT TECHNOLOGY SOLUTIONS CORP

Form 4

December 05, 2013

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FORM	Л 4		CECI	DITTEC	A NID EX	voit.	NOE			APPROVAL	
	Washington, D.C. 20549							OMB Number:	3235-0287		
Check the if no lon									Expires:	January 31,	
subject t Section Form 4	51A1E 16. or	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES								Estimated average burden hours per response 0.5	
Form 5 obligations may continue.  See Instruction 1(b).  Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940											
(Print or Type Responses)											
M-1-4- D-1			Symbol	er Name <b>ar</b>				5. Relationship of Reporting Person(s) to Issuer			
	COGNIZANT TECHNOLOGY SOLUTIONS CORP [CTSH]					(Check all applicable)					
			3. Date of Earliest Transaction (Month/Day/Year)					Director 10% Owner Symbol Other (give title Other (specify below)			
	NZANT TECHI NS CORP., 500 BLVD		12/03/2	2013					ief Exec-Ind &	k Markets	
				nendment, Date Original onth/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting			
	X, NJ 07666							Person	wore man one	Reporting	
(City)	(State)	(Zip)	Tab	ole I - Non-	-Derivativ	e Secu	rities Ac	quired, Disposed	of, or Benefic	ially Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year) 2A. Deemed Execution Date, if any (Month/Day/Year)			3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)  (A) or				5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	es Ownership Indirectially Form: Benefic Direct (D) Ownership or Indirect (Instr. 4 (I) tion(s) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code V	Amoun	t (D)	Price	(Instr. 3 and 4)			
Class A Common Stock	12/03/2013			M	1,933 (1)	A	\$ 0	45,084	D		
Class A Common Stock	12/03/2013			F	811 (2)	D	\$ 93.85	44,273	D		
Class A Common Stock								50,528	I	By Rajeev Mehta 2012 Irrevocable Trust	

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Class A			By Ruchita Mehta 2012
Common	50,529	Ĭ	Mema 2012
	30,327	1	Irrevocable
Stock			
			Trust

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474

(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and A Underlying S (Instr. 3 and A
				Code V	(A) (D)	Date Exercisable Expiration Date	Title
Restricted Stock Units	\$ 0 (3)	12/03/2013		M	1,933	3 12/03/2013 <u>(4)</u> 12/03/2013 <u>(4)</u>	Class A Common Stock
Restricted Stock Units	(3)	12/03/2013		A	18,204	<u>(5)</u> <u>(5)</u>	Class A Common Stock

# **Reporting Owners**

Reporting Owner Name / Address	Director	10% Owner	Other	
Mehta Rajeev C/O COGNIZANT TECHNOLOGY SOLUTIONS CORP. 500 FRANK W. BURR BLVD TEANECK, NJ 07666			Group Chief Exec-Ind & Markets	
Signatures				
/s/ Steven Schwartz, on behalf of Rajeev Mehta, by Po Attorney	wer of		12/05/2013	
**Signature of Reporting Person			Date	

Reporting Owners 2

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## **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Shares of the Company's Class A Common Stock received from the vesting of 1/12 of the restricted stock unit award granted on December 3, 2012.
- (2) Represents the portion of shares of Class A Common Stock that the Company determined to settle in cash to pay applicable tax withholding.
- (3) Each restricted stock unit represents a contingent right to receive one share of the Company's Class A Common Stock.
- The restricted stock units were granted on December 3, 2012 under the Cognizant Technology Solutions Corporation 2009 Incentive

  Compensation Plan and vest in quarterly installments over three years, with 1/12th of the stock units vesting on each quarterly vesting date so that the stock units will be fully vested on the twelfth quarterly vesting date. The stock units will be fully vested on December 3, 2015.
- The restricted stock units were granted on December 3, 2013 under the Cognizant Technology Solutions Corporation 2009 Incentive
  Compensation Plan and vest in quarterly installments over three years, with 1/12th of the stock units vesting on each quarterly vesting date so that the stock units will be fully vested on the twelfth quarterly vesting date. The stock units will be fully vested on December 3, 2016.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.